Land and Natural Resources Division of the Department of justice, Room 1515, Ninth Street and Pennsylvania Avenue, NW., Washington, D.C. 20530. Copies of the proposed Consent Decree may be obtained in person or by mail from the Environmental Enforcement Section, Land and Natural Resources Division of the Department of Justice.

F. Henry Habicht, II,

Assistant Attorney General, Land and Natural Resources Division.

[FR Doc. 84-6022 Filed 3-5-84; 8:45 am]

BILLING CODE 4410-01-M

DEPARTMENT OF JUSTICE

Lodging of Amended Stipulation and Consent Decree Pursuant to Clean Water Act

In accordance with Departmental policy, 28 CFR 50.7, notice is hereby given that on February 17, 1984 a proposed Amended Stipulation and Consent Decree in *United States* v. *City of Twin Falls, Idaho*, Civil No. 1-76-181, was lodged with the United States District Court for the District of Idaho. The proposed Amended Stipulation and Consent Decree concerns violations of the Clean Water Act by defendant's publicly owned treatment works, imposes injunctive relief, and assesses civil penalties.

The Department of Justice will receive for a period of thirty (30) days from the date of this publication comments relating to the proposed consent decree. Comments should be addressed to the Assistant Attorney General of the Land and Natural Resources Divisions, Department of Justice, Washington, D.C. 20530, and should refer to *United States* v. *City of Twin Falls, Idaho*, D. J. Ref. 90-5-1-1-629A.

The proposed Amended Stipulation and Consent Decree may be examined at the office of the United States Attorney, District of Idaho, 639 Federal Building, 550 West Fort Street, Boise, Idaho, 83724 and at the Region X Office of the Environmental Protection Agency, 1200 Sixth Avenue, Seattle, Washington 98101. Copies of the Amended Stipulation and Consent Decree may be examined at the Environmental Enforcement Section, Land and Natural Resources Division of the Department of Justice, Room 1515, Ninth Street and Pennsylvania Avenue, N.W., Washington, D.C. 20530. A copy of the proposed Amended Stipulation and Consent Decree may be obtained in person or by mail from the Environmental Enforcement Section, Land and Natural Resources Division of the Department of Justice. In requesting a copy, please enclose a check in the amount of $1.10 (10 cents per page reproduction cost) payable to the Treasurer of the United States.

F. Henry Habicht, II,

Assistant Attorney General, Land and Natural Resources Division.

[FR Doc. 84-5917 Filed 3-5-84; 8:45 am]

BILLING CODE 4410-01-M

National Institute of Justice

Advisory Board; Cancellation

This is to provide notice of cancellation of the meeting of the National Institute of Justice Advisory Board which was published in the **Federal Register** on February 9, 1984. This meeting was originally scheduled for March 1-2, 1984 at the Henley Park Hotel, Washington, D.C.

This cancellation is necessitated by the inability of several Board members to attend the meeting. The meeting has been rescheduled for April 5-6, 1984 at the same location.

Dated: February 24, 1984.

James K. Stewart,

Director, National Institute of Justice.

[FR Doc. 84-5914 Filed 3-5-84; 8:45 am]

BILLING CODE 4410-18-M

Advisory Board; Meeting

Notice is hereby given that the National Institute of Justice Advisory Board will hold meetings on April 5, 1984 from 9:00 A.M. to 5:00 P.M. and on April 6, 1984 from 9:00 A.M. to 12:00 P.M. at the Henley Park Hotel, 929 Massachusetts Avenue NW., Washington, D.C.

The major items of business will include a briefing on FY '84 funding activities, FY '84 program priorities, and FY '84 Advisory Board activities.

The meeting is open to the public. For further information, please contact Betty M. Chemers, National Institute of Justice, U.S. Department of Justice, Washington, D.C. 20531 (202/724-2953).

Dated: February 24, 1984.

James K. Stewart,

Director, National Institute of Justice.

[FR Doc. 84-5913 Filed 3-5-84; 8:45 am]

BILLING CODE 4410-18-M

DEPARTMENT OF LABOR

Office of the Secretary

State of Minnesota Department of Economic Security; Hearing

This notice announces an opportunity for a hearing for the Minnesota Department of Economic Security pursuant to the last sentence of Section 3303(b)(3) of the Internal Revenue Code of 1954, 26 U.S.C. 3303(b)(3), and 20 CFR 601.5, to be held at 9:30 o'clock in the morning on April 17, 1984, in Courtroom A, Vanguard Building, 1111 20th Street NW., Washington, D.C.

Issues

The hearing will be held on the following issues:

Issue 1: Whether, with respect to certification of State laws on October 31, 1984, under Section 3303(b)(1) of the Internal Revenue Code of 1954, 26 U.S.C. 3303(b)(1), subdivision 2 of section 268.06 of the unemployment compensation law of the State of Minnesota (the Minnesota Employment Services law, Chapter 268, Minnesota Statutes 1980) has been amended so that, with respect to the 12-month period ending on such October 31, the Minnesota law no longer contains the provisions specified in Section 3303(a)(1) of the Internal Revenue Code of 1954, 26 U.S.C. 3303(a)(1), or the State has, with respect to such 12-month period, failed to comply substantially with any such provision.

Basis of Issue: Section 3303(a)(1) of the Code requires State laws to provide that no reduced rate of contributions to a pooled fund shall be permitted to an employer "except on the basis of * * * experience with respect to * * * factors bearing direct relation to unemployment risk * * *." This section requires that the experience of all employers in a State be measured by the same factor (or group of factors treated as a single factor) during the same period of time.

Subdivision 2 of section 268.06 of the Minnesota law provides:

> Each employer shall pay contributions equal to two and seven-tenths percent for each calendar year prior to 1985 and 5⁴⁄₁₀ percent for 1985 and each subsequent calendar year of wages paid and wages overdue and delayed beyond the usual time of payment from him with respect to employment occurring during each calendar year, except as may be otherwise prescribed in subdivisions 3a and 4. Each employer who has an experience ratio of less than one-tenth of one percent shall pay contributions on

only the first $8,000 in wages paid and wages overdue and delayed beyond the usual time of payment to each employee with respect to employment occurring during each calendar year.

The final sentence of this subdivision has the effect of applying the rates of one class of employers to one amount of taxable wages and the rates of another class of employers to a different amount of taxable wages. The result is as though the experience of the two classes of employers were computed by using different factors to measure the experience of each class of employers. Therefore, because the $8,000 wage base is lower than the wage base applicable to most employers, employers paying contributions on the lower wage base are in effect awarded a rate reduction on a basis other than their experience.

Issue 2: Whether, with respect to certification of State laws on October 31, 1984, under Section 3303(b)(1) of the Internal Revenue Code of 1954, 26 U.S.C. 3303(b)(1), subdivision 8 of section 268.08 of the unemployment compensation law of the State of Minnesota, *supra*, has been amended so that, with respect to the 12-month period ending on such October 31, the Minnesota law no longer contains the provisions specified in Section 3303(a)(1) of the Internal Revenue Code of 1954, 26 U.S.C 3303(a)(1), or the State has, with respect to such 12-month period, failed to comply substantially with any such provision.

Basis of Issue: Section 3303(a)(1) of the Code requires State laws to provide that no reduced rate of contributions to a pooled fund shall be permitted to an employer "except on the basis of * * * experience with respect to * * * factors bearing a direct relation to unemployment risk * * *." This section requires that a reduced rate be based on all of an employer's experience.

Subdivision 8 of secton 268.06 of the Minnesota law provides in relevant part:

> For each calendar year the commissioner shall determine the contribution rate of each employer by adding the minimum rate to the experience ratio, exept that if the ratio for the current calendar year increases or decreases the experience ratio for the preceding calendar year by more than one and one-half percentage points for 1982; and 2½ percentage points for 1983 and each year thereafter, the increase or decrease for the current year shall be limited to one and one-half percentage points for 1982, and 2½ percentage points for 1983 and each year thereafter, provided that a small business employer shall be eligible, upon application, for a reduction in the limitation to 1½ percentage points for 1983 and each year thereafter. "Small business employer" for the purpose of this subdivision means an employer with an annual covered payroll of $250,000 or less, or fewer than 20 employees in three of the four quarters ending June 30, of the previous calendar year.
>
> * * * * *
>
> No employer first assigned an experience ratio in accordance with subdivision 6, shall have his contribution rate increased or decreased by more than one and one-half percentage points for 1982; and 2½ percentage points for 1983 and each year thereafter over the contribution rate assigned for the preceding calendar year in accordance with subdivision 3a, provided that a small business employer shall be eligible, upon application, for a reduction in the limitation to 1½ percentage points for 1983 and each year thereafter.

The limitations on possible rate increases to a fixed percentage imposed by subdivision 8 impermissibly considers only a portion of each employer's experience in setting the rates of employers affected by the rate increase limitation.

Subdivision 8 also prescribes a different rate increase limitation for "small business employers," thus measuring the experience of that group of employers by a different factor than that applied to other employers during the same period. The differing limitations also distort the experience of small business employers in relation to the experience of other employers, and further distort the experience of small business employers in relation to the experience of other employers subject to a rate increase limitation. Section 3303(a)(1), in requiring that the experience of all employers be measured by the same factors, does not permit distinctions to be made among classes of employers on the basis of size of payroll or workforce or other reasons.

These Proceedings

Following the hearing, a decision will be made which will have a bearing on whether the Minnesota law is certifiable under Section 3303(b)(1) of the Code on October 31, 1984.

The proceedings in this matter shall be in accordance with the Rules of Procedure as set out below.

For purposes of this hearing, all motions, briefs, and other papers shall be filed, pursuant to the above referenced Rules of Procedure, with the presiding Administrative Law Judge, U.S. Department of Labor, Suite 700, Vanguard Building, 1111 20th Street, NW., Washington, D.C. 20036, who will be designated in accordance with the Rules of Procedure.

Counsel for the Minnesota Department of Economic Security shall enter an appearance with the presiding Administrative Law Judge no later than March 14, 1984; a copy shall be provided to William H. DuRoss, III, Associate Solicitor for Employment and Training, 200 Constitution Ave., NW., Washington, D.C. 20210, as expeditiously as possible.

Counsel for the U.S. Department of Labor shall enter an appearance with the presiding Administrative Law Judge no later than March 14, 1984, and provide a copy to the Minnesota Department of Economic Security as expeditiously as possible.

Signed at Washington, D.C., on February 29, 1984.

Raymond J. Donovan,

Secretary of Labor.

Rules of Procedure

1. An administrative Law Judge will be designated by the Chief Administrative Law Judge, United States Department of Labor, to preside over the hearing and perform the functions required by these Rules.

2. The parties of record shall be the State agency (as defined in 26 U.S.C. 3306(e)) named in the Notice of Hearing and the U.S. Department of Labor.

3. Any non-party State agency, individual worker, employer, or organization, association of workers or employers, or member or the public, asserting an interest in the proceedings, may be permitted by the presiding Administrative Law Judge, upon motion granted, to participate in the hearing as amicus curiae only. Participation by any such amicus curiae shall be limited to the submittal of such briefs as may be directed by the presiding Administrative Law Judge. All motions contemplated by this Rule shall be filed with the presiding Administrative Law Judge no later than two (2) days prior to the scheduled hearing, and shall be served upon and received by each party prior to the hearing. The presiding Administrative Law Judge shall rule on all such motions and inform the applicants and the parties of the rulings prior to hearing or at the begining of the hearing.

4. The presiding Administrative Law Judge may issue an appropriate prehearing order governing all issues to be raised in the proceedings, discovery, and designation of evidence to be offered at the hearing.

5. The hearing will be conducted in an informal but orderly and expeditious manner. The presiding Administrative Law Judge will regulate all matters pertaining to the course and conduct of the proceedings, and may grant extensions of time regarding the submission of briefs and other papers, and may reschedule the hearing for another time or date for good cause shown.

6. Upon the commencement of the hearing, the U.S. Department of Labor will be offered an opportunity to make an opening statement as to the nature of the hearing and the matter(s) in issue. The State agency shall then be offered a similar opportunity to make an opening statement.

7. The order of the presentation of evidence will be as follows:

(a) The U.S. Department of Labor will proceed first by presenting any evidence it may wish to offer which is relevant to the issue(s) specified in the Notice of Hearing.

(b) The State agency will proceed next to present any evidence it may wish to offer which is relevant to the issue(s) referred to in Rule 7(a) above, followed by any evidence relevant to any additional issue, except that evidence regarding any issue other than the issue(s) referred to in the Notice of Hearing may be admitted only if the party offering such evidence has provided notice of such issue and a summary of such evidence, including a copy of any document to be offered, to each other party of record, prior to the hearing.

(c) The U.S. Department of Labor may next present relevant evidence in rebuttal to any issue, and the trial record shall thereafter the closed, except as provided for by Rule 9 below.

8. Technical rules of evidence shall not apply to the hearing. The presiding Administrative Law Judge will rule upon offers of proof and the admissibility of evidence, and may exclude irrelevant, immaterial, or unduly repetitious evidence or any other evidence excludable under these Rules, and may examine witnesses. All writings, charts, tabulations, and similar data offered in evidence at the hearing shall, upon a satisfactory showing of their authenticity, relevancy, materiality, and admissibility under these Rules, be received in evidence.

9. During the hearing, the presiding Administrative Law Judge may require the production and introduction of further evidence upon any relevant matter, and may provide for the later receipt of such evidence or any other evidence for the record.

10. The proceedings at the hearing shall be recorded verbatim. The original and one copy of the transcript of the record of the hearing shall be furnished to the presiding Administrative Law Judge. The parties of record and any amicus curiae shall be entitled to secure a copy of the transcript from the reporter upon such terms as the party or amicus may arrange.

11. When any document is offered in evidence, one additional copy thereof shall be furnished to the presiding Administrative Law Judge and, unless previously provided, a copy shall be furnished to each party of record.

12. (a) At the conclusion of the receipt of evidence, the presiding Administrative Law Judge shall hear oral arguments presented by the parties of record.

(b) Oral arguments shall be in the following order: Opening argument for the U.S. Department of Labor, unless waived; argument for the State agency, unless waived; and closing argument for the U.S. Department of Labor, unless waived.

13. As soon as possible, the presiding Administrative Law Judge shall: (1) Prepare a recommended decision on the basis of the record containing his recommended findings of fact and conclusions of law on all issues raised by the parties; (2) certify to the Secretary of Labor such recommended decision and the entire record of the proceedings; and (3) forward a copy of the recommended decision to each party of record and amicus curiae. No conclusions of law regarding either the constitutionality of any Federal statute or the constitutionality of interpretation thereof shall be made.

14. Any party of record may file with the Secretary of Labor a Statement of Exceptions, with proof of service on the other parties of record, setting forth any exceptions they may have to the recommended decision, within seven (7) days after the date of the recommended decision.

15. (a) Any brief intended to be filed of record with the presiding Administrative Law Judge in the proceedings shall be mailed or otherwise delivered to the office of the presiding Administrative Law Judge. Unless otherwise ordered, any brief shall be deemed to be filed on the date it is post-marked if transmitted by the United States Postal Service, and shall be deemed to be filed on the date received in the Office of Administrative Law Judges if transmitted by any other means.

(b) An original and one copy of any brief shall be filed with the presiding Administrative Law Judge and shall be accepted subject to timely filing with proof of sufficient service upon the parties.

(c) If the last day of a time limit prescribed by these Rules or established by the presiding Administrative Law Judge falls on a Saturday, Sunday, or a federal holiday, the time limit shall be extended to the next official business day.

16. Following the certification in accordance with Rule 13 above, and consideration of any Statement of Exceptions filed and served in accordance with Rule 14, the Secretary of Labor shall render a decision in the matter, in writing, and shall forward the decision together with the record to the Chief Administrative Law Judge, and shall forward a copy of his decision to each party of record and to any amicus curiae authorized to participate in the proceedings.

[FR Doc. 84-6007 Filed 3-5-84; 8:45 am]

BILLING CODE 4510-30-M

Employment and Training Administration

Labor Surplus Area Classifications Under Executive Orders 12073 and 10582; Addition to Annual List of Labor Surplus Areas

AGENCY: Employment and Training Administration, Labor.

ACTION: Notice.

DATE: The addition to the annual list is effective on March 1, 1984.

SUMMARY: The purpose of this notice is to announce a change to the annual list of Labor Surplus Areas.

FOR FURTHER INFORMATION CONTACT: James W. Higgins, United States Employment Service (Attention: TEEPA), 601 D Street NW., Washington, D.C. 20213. Telephone: 202-376-6700.

SUPPLEMENTARY INFORMATION: Executive Order 12073 requires executive agencies to emphasize procurement set-asides in Labor Surplus Areas. The Secretary of Labor is responsible under that Order for classifying and designating areas as Labor Surplus Areas.

Under Executive Order 10582 executive agencies may reject bids or offers of foreign materials in favor of the lowest offer by a domestic supplier, provided that the domestic supplier undertakes to produce substantially all of the materials in areas of substantial unemployment as defined by the Secretary of Labor. The preference given to domestic suppliers under Executive Order 10582 has been modified by Executive Order 12260. Federal Procurement Regulations Temporary Regulation 57 (41 CFR Chapter 1, Appendix), issued by the General Services Administration on January 15, 1981 (46 FR 3519), implements Executive Order 12260. Executive agencies should refer to Temporary Regulation 57 in procurements involving foreign businesses or products in order to assess its impact on the particular procurements.

The Department of Labor's regulations implementing Executive Orders 12073 and 10582 are set forth at 20 CFR Part 654, Subparts A and B. Subpart A requires the Assistant Secretary of Labor to classify jurisdictions as Labor Surplus Areas pursuant to the criteria specified in the regulations and to publish annually a list of Labor Surplus Areas. Pursuant to those regulations the Assistant Secretary of Labor published the annual list of Labor Surplus Areas on September 29, 1983 (48 FR 44676).

Subpart B of Part 654 states that an area of substantial unemployment for purposes of Executive Order 10582 is any area classified as a Labor Surplus Area under Subpart A. Thus, Labor Surplus Areas under Executive Order 12073 are also areas of substantial unemployment under Executive Order 10582.

The area described below has been classified by the Assistant Secretary of Labor as a Labor Surplus Area pursuant to 20 CFR 654.5(b) (48 FR 15615, April 12, 1983) and is added to the annual list of Labor Surplus Areas, effective March 1, 1984. The following addition to the annual list of Labor Surplus Areas is published for the use of all Federal agencies in directing procurement activities and locating new plants or facilities.

Addition to the Annual List of Labor Surplus Areas

March 1, 1984

Massachusetts

Labor Surplus Area	*Civil Jurisdiction Included*
North Adams Town	North Adams Town in Berkshire County

Signed at Washington, D.C. on February 22, 1984.

Patrick J. O'Keefe,

Deputy Assistant Secretary of Labor.

[FR Doc. 84-6007 Filed 3-5-84; 8:45 am]

BILLING CODE 4510-30-M

Wage and Hour Division

[Administrative Order No. 657]

Special Industry Committee for all Industry in American Samoa; Appointment; Convention; Hearing

1. Pursuant to section 5 and 6(a)(3) of the Fair Labor Standards Act of 1938, as amended (29 U.S.C. 205, 206(a)(3)), and Reorganization Plan No. 6 of 1950 (3 CFR 1949–53 Comp., p. 1004) and 29 CFR Part 511, I hereby appoint special Industry Committee No. 16 for American Samoa.

2. Pursuant to section 6(a)(3) and section 8 of the Act, as amended (29 U.S.C. 206(a)(3), 208), Reorganization Plan No. 6 of 1950 (3 CFR 1949–53 Comp., p. 1004), and 29 CFR 511, I hereby:

(a) Convene the above-appointed industry committee.

(b) Refer to the industry committee the question of the minimum rate or rates for all industry in American Samoa to be paid under section 6(a)(3) of the Act, as amended.

(c) Give notice of the hearing to be held by the committee at the time and place indicated.

The industry committee shall investigate conditions in such industry, and the committee, or any authorized subcommittee thereof, shall hear such witnesses and receive such evidence as may be necessary or appropriate to enable the committee to perform its duties and functions under the Act.

The committee shall meet in executive session to commence its investigation at 9 a.m. and begin its public hearing at 11 a.m. on April 23, 1984, in the Rainmaker Hotel, Pago Pago, American Somoa.

3. The rate or rates recommended by the committee shall not exceed the rates prescribed by sections 6(a) and 6(b) of the Act, as amended by the Fair Labor Standards Amendments of 1977, currently $3.35 an hour.

The committee shall recommend to the Administrator of the Wage and Hour Division of the Department of Labor the highest minimum rate or rates of wages for such industry which it determines, having due regard to economic and competitive conditions, will not substantially curtail employment in such industry, and will not give any industry in American Samoa a competitive advantage over any industry in the United States outside of Puerto Rico, the Virgin Islands, and American Samoa.

4. Where the committee finds that a higher minimum wage may be determined for employees engaged in certain activities or in the manufacture of certain products in such industry than may be determined for other employees in such industry, the committee shall recommend such reasonable classifications within such industry as it determines to be necessary for the purpose of fixing for each classification the highest minimum wage rate that can be determined for it under the principles set forth herein and in 29 CFR 511.10, which will not substantially curtail employment in such classification and will not give a competitive advantage to any group in the industry. No classification shall be made, however, and no minimum wage rate shall be fixed solely on a regional basis or on the basis of age or sex. In determining whether there should be classifications within industry, in making such classifications and in determining the minimum wage rates for such classifications, the committee shall consider, among other relevant factors, the following: (a) Competitive conditions as affected by transportation, living, and production costs; (b) wages established for work of like or comparable character by collective labor agreements negotiated between employers and employees by representatives of their own choosing; and (c) wages paid for work of like or comparable character by employers who voluntarily maintain minimum wage standards in the industry.

5. The Administrator of the Wage and Hour Division, U.S. Department of Labor, shall prepare an economic report containing the information he has assembled pertinent to the matters referred to the committee. Copies of this report may be obtained at the Office of the Governor, Pago Pago, American Samoa, and the National Office of the Wage and Hour Division, U.S. Department of Labor, Washington, D.C. 20210, as soon as it is completed. The committee will take official notice of the facts stated in this report. Parties, however, shall be afforded an opportunity to refute such facts by evidence received at the hearing.

6. The procedure of this industry committee will be governed by the provisions of Title 29, Code of Federal Regulations, Part 511. Copies of this part of the regulations will be available at the Office of the Governor, Pago Pago, American Samoa, and at the National Office of the Wage and Hour Division. The proceedings will be conducted in English but in the event a witness should wish to testify in Samoan, an interpreter will be provided. As a prerequisite to participation as a party, interested persons shall file six copies of a prehearing statement at the aforementioned Office of the Governor of American Samoa and six copies at the National Office of the Wage and Hour Division, U.S. Department of Labor, Washington, D.C. 20210. Each prehearing statement shall contain the data specified in § 511.8 of the regulations and shall be filed not later than April 13, 1984. If such statements are sent by airmail between American Samoa and the mainland, such filing shall be deemed timely if postmarked with the time provided.

Signed at Washington, D.C. this 29th day of February 1984.

Raymond J. Donovan,

Secretary of Labor.

[FR Doc. 84-6009 Filed 3-5-84; 8:45 am]

BILLING CODE 4510-27-M

LEGAL SERVICES CORPORATION

Grants and Contracts; Applications; Legal Aid Society of Orange County

The Legal Services Corporation was established pursuant to the Legal Services Corporation Act of 1974, Pub. L. 93-355a, 88 Stat. 378, 42 U.S.C. 2996-2996*l*, as amended, Pub. L. 95-222 (December 28, 1977). Section 1007(f) provides that: "At least thirty (30) days prior to the approval of any grant application or prior to entering into a contract or prior to the initiation of any other project, the Corporation shall announce publicly * * * such grant, contract, or project * * *."

The Legal Services Corporation hereby announces publicly that it is considering the grant application submitted by: Legal Aid Society of Orange County located in Santa Ana, California, to provide legal services to eligible clients residing in the southeastern portion of Los Angeles County.

Interested persons are hereby invited to submit written comments or recommendations concerning the above application to: Legal Services Corporation, Office of Field Services, 733 Fifteenth Street NW., Washington, D.C. 20005, (202) 272-4080, Attn: Gail D. Francis.

Joshua H. Brooks,

Deputy Director, Office of Field Services.

March 1, 1984.

[FR Doc. 84-5971 Filed 3-5-84; 8:45 am]

BILLING CODE 6820-35-M

NATIONAL ADVISORY COMMITTEE ON OCEANS AND ATMOSPHERE

Meeting

February 29, 1984.

Pursuant to Section 10(a)(2) of the Federal Advisory Committee Act, 5 U.S.C. App. (1976), as amended, notice is hereby given that the National Advisory Committee on Oceans and Atmosphere (NACOA) will hold a meeting on Monday and Tuesday, March 19 and 20, 1984. The meetings on both days will be held in Rooms 416 and B-100 at 2001 Wisconsin Avenue, NW., Washington, D.C. The committee, consisting of 18 non-Federal members appointed by the President from academia, business and industry, public interest organizations, and State and local government, was established by Congress by Pub. L. 95-63, on July 5, 1977. Its duties are to (1) undertake a continuing review, on a selective basis, of national ocean policy, coastal zone management, and the status of the marine and atmospheric science and service programs of the United States; (2) advise the Secretary of Commerce with respect to carrying out of the programs administered by the National Oceanic and Atmospheric Administration; and (3) submit an annual report to the President and to the Congress setting forth an assessement, on a selective basis, of the status of the Nation's marine and atomspheric activities, and submit other reports as may from time to time be requested by the President or Congress.

The Tentative Agenda is as follows:

Monday, March 19, 1984

Plenary

9:00 a.m.-9:30 a.m.
- Announcements (Room 416)
- Swearing-In of Charles A. Black

9:30 a.m.-12:00 noon
- Intergovernmental Oceanographic Commission
- Speakers: To be announced.

12:00 noon-1:00 p.m., Lunch

1:00 p.m.-5:00 p.m., Panel Meetings

1:00 p.m.-4:00 p.m.
- Shipbuilding Panel Chairman: Don Walsh (Room 416)
- Topic: Panel Work Session
- Speakers: None

2:00 p.m.-5:00 p.m.
- Underwater Technology Panel Chairman: Sylvia Earle (Room B-100)
- Topic: Panel Work Session
- Speakers: None

5:00 p.m., Recess

Tuesday, March 20, 1984

8:30 a.m.-11:00 a.m., Panel Meeting
- Exclusive Economic Zone Panel Chairman: Don Walsh (Room 416)
- Topic: Panel Work Session
- Speakers: None

11:00 a.m.-12:00 noon, Plenary
- Intergovernmental Oceanographic Commission (continued) (Room 416)
- Speaker: John V. Byrne, Administrator, National Oceanic and Atmospheric Administration

12:00 noon-1:00 p.m., Lunch

1:00 p.m.-3:30 p.m., Plenary
- Budget Summary: Marine and Atmospheric Programs (FY 1985)
- Panel Reports

3:30 p.m., Adjourn

Persons desiring to attend will be admitted to the extent seating is available. Persons wishing to make formal statements should notify the Chairman in advance of the meeting. The Chairman retains the prerogative to place limits on the duration of oral statements and discussions. Written statements may be submitted before or after each session.

Additional information concerning this meeting may be obtained through the Committee's Executive Director, Steven N. Anastasion, whose mailing address is: National Advisory Committee on Oceans and Atmosphere, 3300 Whitehaven Street, NW., Washington, DC 20235.

Dated: March 1, 1984.

Steven N. Anastasion,

Executive Director.

[FR Doc. 84-5972 Filed 3-5-84; 8:45 am]

BILLING CODE 3510-12-M

NUCLEAR REGULATORY COMMISSION

Draft Supplement to the Programmatic Environmental Impact Statement Related to TMI-2 Cleanup; Extension of Comment Period

AGENCY: Nuclear Regulatory Commission.

ACTION: Draft supplement to the programmatic environmental impact statement on TMI-2 cleanup; extension of comment period.

SUMMARY: On January 13, 1984, a Notice of Availability of Draft Supplement to the Programmatic Environmental Impact Statement on TMI-2 Cleanup was published in the **Federal Register** (49 FR 1788) that indicated that comments must be received before February 27, 1984. Since several interested persons have experienced delays in evaluating the draft supplement and have requested an extension, the NRC is issuing this notice extending the comment period.

DATE: New comment period expires April 2, 1984. Comments should be forwarded to Dr. Bernard J. Snyder, Director, TMI Program Office, Office of Nuclear Reactor Regulation, U.S. Nuclear Regulatory Commission, Washington, D.C. 20555.

FOR FURTHER INFORMATION CONTACT: Dr. Ronnie Lo, TMI Program Office, Office of Nuclear Regulatory Research, U.S. Nuclear Regulatory Commission, Washington, D.C. 20555, Telephone (301) 492-8335.

Dated at Washington, D.C. this 28th day of February 1984.

For the Nuclear Regulatory Commission.

Bernard J. Snyder,

Director, Three Mile Island Program Office.

[FR Doc. 84-5728 Filed 3-5-84; 8:45 am]

BILLING CODE 7590-01-M

Advisory Committee on Reactor Safeguards Seminar on Probabilistic Risk Assessment; Seminar

The ACRS Seminar on Probabilistic Risk Assessment will take place on March 22 and 23, 1984, Room 1046, 1717 H Street, NW., Washington, D.C. The seminar will be held to discuss the state-of-the-art of the development of probabilistic risk assessment. Notice of this meeting was published Tuesday, February 21, 1984 (49 FR 6420).

In accordance with the procedures outlined in the **Federal Register** on September 28, 1983 (48 FR 44291), oral or written statements may be presented by members of the public, recordings will be permitted only during those portions of the meeting when a transcript is being kept, and questions may be asked only by members of the Subcommittee, its consultants, and Staff. Persons desiring to make oral statements should notify the Cognizant Federal Employee as far in advance as practicable so that appropriate arrangements can be made to allow the necessary time during the meeting for such statements.

The entire seminar will be open to public attendance.

The agenda for subject seminar shall be as follows: *Thursday, March 22, 1984—8:30 a.m. until the conclusion of business; Friday, March 23, 1984—8:30 a.m. until the conclusion of business.*

During the initial portion of the seminar, the ACRS, along with any of its consultants who may be present, may exchange preliminary views regarding matters to be considered during the balance of the meeting.

The ACRS will then hear presentations by and hold discussions with representatives of the NRC Staff and a number of experts on probabilistic risk assessment.

Further information regarding topics to be discussed, whether the meeting has been cancelled or rescheduled, the Chairman's ruling on requests for the opportunity to present oral statements and the time allotted therefor can be obtained by a prepaid telephone call to the cognizant Designated Federal Employee, Dr. Richard Savio (telephone 202/634-3267) between 8:15 a.m. and 5:00 p.m., EST.

Dated: March 1, 1984.

John C. Hoyle,

Advisory Committee Management Officer.

[FR Doc. 84-6018 Filed 3-5-84; 8:45 am]

BILLING CODE 7590-01-M

[Docket No. 50-413A]

Duke Power Co., Saluda River Electric Cooperative, Inc. and North Carolina Electric Membership Corp.; Finding of No Significant Antitrust Changes and Time for Filing Requests for Reevaluation

The Director of Nuclear Reactor Regulation has made an initial finding in accordance with section 105c(2) of the Atomic Energy Act of 1954, as amended, that no significant (antitrust) changes in the licensees' activities or proposed activities have occurred subsequent to the previous construction permit review of Unit 1 of the Catawba Nuclear Power Plant by the Attorney General and the Commission. The finding is as follows:

Section 105c(2) of the Atomic Energy Act of 1954, as amended, provides for an antitrust review of an application for an operating license if the Commission determines that significant changes in the licensee's activities or proposed activities have occurred subsequent to the previous construction permit review. The Commission has delegated the authority to make the "significant change" determination to the Director, Office of Nuclear Reactor Regulation. Based upon an examination of the events since issuance of the Catawba 1 construction permit to the Duke Power Co., Saluda River Electric Cooperative, Inc. and the North Carolina Electric Membership Corp., the staffs of the Antitrust and Economic Analysis Section of the Site Analysis Branch, Office of Nuclear Reactor Regulation and the Antitrust Section of the Office of the Executive Legal Director, hereafter referred to as "staff", have jointly concluded, after consultation with the Department of Justice, that the changes that have occurred since the antitrust construction permit (CP) review are not of the nature to equire a second antitrust review at the operating license (OL) stage of the application.

In reaching this conclusion, the staff considered the structure of the electric utility industry in the Piedmont area of North and South Carolina, the events relevant to the Catawba construction permit review and the events that have occurred subsequent to the construction permit review.

The conclusion of the staff's analysis is as follows:

"The principal applicant, Duke Power Company, represents the largest power system in the relevant marketing area. Additions of large baseload power plants such as Catawba and necessary increases in attendant transmission facilities accompanying large nuclear plants, generally tend to increase the oversight or planning role of the larger systems in a particular marketing area, i.e., usually enhancing any existing market power of the system. By subjecting all nuclear applicants to an antitrust review at the CP stage, the NRC via its Section 105c(2) charge, prevents the economies associated with large baseload nuclear plants from being captured by only the largest power systems throughout the country, thereby thwarting increases in existing market power. During the Catawba CP antitrust review, it became apparent that Duke Power had been less than cooperative with smaller power systems in its service area and adjacent areas. Consequently, a set of antitrust license conditions was attached to the Catawba construction permit (as well as the Oconee and McGuire OLs) which was designed to implement greater coordination between Duke Power and smaller municipal and cooperative systems in the relevant area—thereby furthering the competitive process among all of the power systems in the area. The economies associated with the Catawba nuclear plant and those linked to Duke Power's integrated network of power supply were subsequently made available to smaller systems in the area.

"Staff has identified a number of changes that, (1) have occurred since the construction permit antitrust review, and (2) are reasonably attributable to the principal licnesee. However, many of these changes are in conformance with the construction permit antitrust license conditions and have had positive performance effects on the availability of bulk power supply and on competition in the area generally. Other changes which have occurred, have not had significant negative antitrust implications that would likely warrant a Commission remedy, and therefore do not warrant a significant change finding.

"Based upon the successful implementation of the CP license conditions and the absence of any significant detrimental conduct or activity since the CP review on the part of Duke Power Company, Saluda River Electric Cooperative, Inc. or the North Carolina Electric Membership Corporation (licensees and co-applicants), staff recommends that no affirmative significant change determination be made pursuant to the application for an operating license for Unit 1 of the Catawba Nuclear Power Station."

Based on the staff's analysis, it is my finding that a formal operating license antitrust review of the Catawba Nuclear Station, Unit 1 is not required.

Signed on February 27, 1984, by Harold R. Denton, Director of Office of Nuclear Reactor Regulation.

Any person whose interest may be affected by this finding may file with full particulars a request for reevaluation with the Director of Nuclear Reactor Regulation, U.S. Nuclear Regulatory Commission, Washington, D.C. 20555 for 30 days from the date of the publication of the **Federal Register** notice. Requests for a reevaluation of the no significant changes determination shall be accepted after the date when the Director's finding becomes final but before the

issuance of the OL only if they contain new information, such as information about facts or events of antitrust significance that have occurred since that date, or information that could not reasonably have been submitted prior to that date.

For the Nuclear Regulatory Commission.

Wm. H. Regan, Jr.,

Chief, Site Analysis Branch, Office of Nuclear Reactor Regulation.

[FR Doc. 84-6016 Filed 3-5-84; 8:45 am]

BILLING CODE 7590-01-M

[License No. 49-19585-01 EA 83-110]

Perforating Services, Inc.; Rescission of Suspension and Order Modifying License

I

Perforating Services, Inc., P.O. Box 912, Casper, Wyoming 82601 (the "licensee") is the holder of a specific byproduct material license issued by the Nuclear Regulatory Commission (the "NRC") pursuant to 10 CFR Part 30. The license, issued on June 4, 1981, and due to expire on June 30, 1986, authorizes the use, storage, and transfer of byproduct material as described in the licensee's application dated October 26, 1980, and letter dated May 10, 1981.

II

An inspection of the licensee's facility at Gillette, Wyoming, on September 28 and 30, 1983, by a representative of the NRC Region IV Office indicated that the licensee had conducted licensed activities in violation of certain NRC requirements. As a result of this inspection, an Order to Show Cause and Order Temporarily Suspending License, Effective Immediately, was issued to Perforating Services, Inc., on October 13, 1983.

An inspection of the licensee's facility on October 21, 1983, confirmed that licensed material had been secured and apparently had been stored in compliance with the Order. The licensee responded to the Order on November 11, 1983, and January 10, 1984. Following receipt of these responses, the NRC concluded that supplementary information was necessary in order to determine whether the licensee would be able to use byproduct material in compliance with its license and NRC regulations. Therefore, an Enforcement Conference was held with the licensee at the NRC's field office in Denver, Colorado, on February 2, 1984. At this Enforcement Conference the licensee explained how Perforating Services, Inc. was now in full compliance with each of the requirements violated previously and that its Radiation Safety Officer would be taking a training course on well-logging safety to improve the quality of its radiation safety program.

On the basis of an evaluation of the licensee's responses, the results of the Enforcement Conference and the October 21, 1983 inspection, I have now determined the licensee has shown cause why License No. 49-19585-01 should not be revoked and has shown that, subject to the implementation of the proposed improvements in its licensed program and the conditions set forth in Section III, licensed activities can be performed in accordance with Commission requirements. Accordingly, I have determined that subject to these conditions and improvements, its license suspension may be rescinded.

III

In view of the foregoing and pursuant to sections 81, 161b and 1610 of the Atomic Energy Act of 1954, as amended, and the Commission's regulations in 10 CFR Parts 2 and 30, it is hereby ordered that:

1. The licensee shall conduct internal compliance audits on a quarterly frequency. These audits shall be conducted for 1 year and shall be performed by an independent consultant approved by the NRC Region IV staff. After each audit, a written report of the audit findings shall be documented and retained at the licensee's facility for future inspection by the NRC. Actions taken in response to the audit findings shall also be documented, reviewed by the licensee, and retained with the records of the audit.

2. The licensee shall send the Radiation Safety Officer by July 1, 1984 to a training course for well-loggers approved by the Region IV staff. This training course must cover the rules and regulations of the Commission and radiation safety requirements related to well-logging operations. In addition to the training course, each quarterly visit by an independent consultant shall provide for additional ongoing training. This training shall include source handling and storage within the facility and field site source handling operations. This training shall also consist of a review of the documentation and record-keeping requirements associated with the licensed program. A written report of the training given shall be documented and retained at the licensee's facility for future inspection by the NRC.

IV

The licensee may request a hearing on this Order within 25 days of the date of its issuance. Any request for a hearing shall be addressed to the Director, Office of Inspection and Enforcement, U.S. Nuclear Regulatory Commission, Washington, D.C. 20555. A copy shall also be sent to the Executive Legal Director at the same address.

If a hearing is to be held, the Commission will issue an Order designating the time and place of any such hearing. If a hearing is held concerning this Order, the issue to be considered at the hearing shall be whether the licensee should comply with the requirements set forth in Section III of this Order.

The Order modifying license set forth in Section III shall become effective upon the licensee's consent or upon expiration of the time within which the licensee may request a hearing or, if a hearing is requested by the licensee, on the date specified in an Order issued following further proceedings on this Order.

The suspension of licensed activities imposed by the Order of October 13, 1983 is rescinded upon the effectiveness of the Order set forth in Section III.

Dated at Bethesda, Maryland this 28th day of February 1984.

For the Nuclear Regulatory Commission.

Richard C. DeYoung,

Director, Office of Inspection and Enforcement.

[FR Doc. 84-6017 Filed 3-5-84; 8:45 am]

BILLING CODE 7590-1-M

OFFICE OF MANAGEMENT AND BUDGET

Office of Federal Procurement Policy

Issuance of Policy Letter No. 84-2, "Noncompetitive Procurement Procedures"

AGENCY: Office of Federal Procurement Policy, Office of Management and Budget.

ACTION: Final issuance of OFPP Policy Letter No. 84-2, "Noncompetitive Procurement Procedures".

SUMMARY: This OFPP Policy Letter establishes specific circumstances under which noncompetitive procurements must be justified. It also requires that regulations be published in the Federal Acquisition Regulation which ensure that noncompetitive awards under these circumstances are tightly controlled and that the Agency Senior Procurement Executive in each agency establish procedures for review and approval of justifications for such noncompetitive awards.

EFFECTIVE DATE: This Policy Letter is effective June 26, 1984.

FOR FURTHER INFORMATION CONTACT: William Maraist, OFPP/OMB, 726 Jackson Place, Washington, DC 20503 (202–395–3300).

Dated: February 27, 1984.

Donald E. Sowle,

Administrator.

Executive Office of the President

Office of Management and Budget

[OFPP Policy Letter No. 84–2]

To the Heads of Executive Departments and Establishments

Subject: Noncompetitive procurement Procedures

February 27, 1984.

1. *Purpose.* The purpose of this Policy Letter is to establish uniform restrictions on the use of noncompetitive procurement procedures.

2. *Background.* Both the Armed Services Procurement Act (ASPA) and the Federal Property and Administrative Services Act (FPASA) require that procurements be competitive to the maximum practicable extent. However, approximately one-third of procurement dollars today ($56B in FY'83) are awarded without obtaining competition. (This does not include procurements reported as "follow-on after competition" $31B in FY'83.) One of the principal goals of the Administration's Proposal for a Uniform Federal Procurement System, submitted to Congress on February 26, 1982, is to increase competitive procurements where practicable. Executive Order 12352, Federal Procurement Reforms, March 17, 1982, also highlights enhancing competition and limiting noncompetitive procurement actions as key elements of procurement reform.

In this memorandum of August 11, 1983 to the Heads of Executive Departments and Agencies (attached), President Reagan directed that competition be given preference in agency buying programs. He also directed the Administrator for Federal Procurement Policy to issue a formal policy directive establishing Government-wide restrictions on the use of noncompetitive procurement.

It is important that we obtain the benefits of competition—economic, technological and managerial—to the maximum practicable extent. This policy letter focuses existing agency direction more effectively and requires procurement officials to take greater advantage of competitive opportunities.

Although the primary purpose of this policy letter is to establish controls on the use of noncompetitive procurement procedures, the heads of executive departments and agencies should also (1) communicate to department or agency program and procurement personnel a strong commitment to competition; (2) promote advance procurement planning, market research and early communication between program and procurement personnel to identify opportunities for competition early in the acquisition cycle; (3) strictly enforce the requirement for complete justification of noncompetitive procurements and careful scrutiny by review officials; (4) take reasonable steps, where competition is impracticable, to remove or overcome barriers to competition for subsequent procurements; (5) provide appropriate training; and (6) use data systems to track noncompetitive procurements and progress toward increasing competition.

3. *Policy.*

a. For procurements of property or services over the small purchase ceiling, competitive procedures shall be used unless one or more of the following circumstances require the use of noncompetitive procedures:*

(1) The property or service needed by the Government is available from only one source and there is no competitive alternative nor can competitive alternatives be developed in time to satisfy the requirements of the Government.

(2) The property or service needed by the Government is urgently required under unusual and compelling circumstances, caused by other than a lack of advance planning of funding concerns.

(3) An award must be made to a specified source or sources—

(i) when it is necessary to (A) maintain a facility, producer, manufacturer, or other supplier available for furnishing property or services in case of a national emergency, (B) achieve industrial mobilization in the case of such an emergency, or (C) maintain an essential research capability to be provided by an educational or other nonprofit institution or a Federally Funded Research and Development Center;

(ii) to establish or maintain an alternative source which will likely increase or maintain competitive and will likely result in lower overall cost to the Government;

(iii) for follow-on procurement, in order to avoid (A) substantial duplication of cost to the Government for the property or service being procured, which cannot be expected to be recovered through competition or (B) unacceptable delays in accomplishing the agency's mission objectives;

(4) The contract to be awarded results from acceptance of a bona fide unsolicited proposal that meets the requirements set forth in 3.d. below and that demonstrates a unique or innovative concept which fills a requirement or general mission need of the Government (the term "unsolicited proposal" means a proposal that is submitted to a Federal department or agency on the initiative of the submitter for the purpose of obtaining a contract with the U.S. Government, and which is not in response to a formal or informal request (other than a departmental request constituting a publicized general statement of need in areas of science and technology-based research and development that are of interest to the department)).

(5) A specific source is required by international agreement or for directed procurements for foreign governments.

(6) The property or service is authorized or required by statute to be obtained from or through another Federal agency, or required by statute to be obtained from a specified source.

(7) Disclosure of the property or service needed by the Government to more than one source would jeopardize the national security.

b. Justification for a noncompetitive procurement which does not fall under any of the circumstances listed in 3.a. above, shall be reviewed and approved by the Department or Agency Senior Procurement Executive and may not be delegated.

c. Regulations and procedures to ensure that noncompetitive procurements awarded under the circumstances listed in 3.a. above are tightly controlled shall be published in the Federal Acquisition Regulation (FAR). The contracting officer shall justify, in writing the proposed use of noncompetitive procurement procedures and shall ensure that the information has been certified as accurate by the requiring activity. The justification shall be retained in the contract file. In accordance with Pub. L. 98–72 and regulatory direction in the FAR, the Agency Senior Procurement Executive (required by E.O. 12352 and Pub. L. 98–191) shall establish procedures for review and approval of such justifications.

d. Following regulatory direction in the FAR and the requirements of Pub. L. 98–72, the Agency Senior Procurement Executive shall establish procedures to assure that contract awards under circumstance 3.a.(4) result from bona fide unsolicited proposals and that such proposals are not the result of actions by Government personnel which circumvent the requirement to effect competition to the maximum extent practicable. (This is not intended to prevent "advance guidance" such as that presently contained in FAR 15.5 or broad agency announcements constituting general statements of need in areas of science and technology based research and development that are of interest to the agency.)

e. The extension of a management and operating contract shall be awarded in accordance with FAR 17.6.

This additional attention to noncompetitive procurements will further the implementation of Executive Order 12352 as part of the procurement reforms being carried out in accordance with Reform 88 and the Administration's Proposal for a Uniform Federal Procurement System. It is important to note that the policies contained in this Policy Letter are not intended to adversely affect such congressionally-mandated programs as those dealing with small, minority and disadvantaged businesses, small business innovation research, or such Presidential initiatives as those dealing with the establishment of minority business goals.

4. *Effective Date.* This policy will be effective when implemented in the Federal Acquisition Regulation (FAR). The Department of Defense, the General Services Administration and the National Aeronautics and Space Administration shall ensure that this policy is implemented in the FAR no later

* The application of this policy letter to procurements above the small purchase ceiling does not mean that small purchases need not be competitive. It is expected that the FAR will continue to require competition and justification of noncompetitive small purchases above a minimum dollar amount that is administratively cost effective.

than 120 days after the date of this policy directive.

Donald E. Sowle,

Administrator.

[FR Doc. 84-6020 Filed 3-5-84; 8:45 am]

BILLING CODE 3110-01-M

SECURITIES AND EXCHANGE COMMISSION

[Release No. 13798; 812-5738]

Franklin Building Associates, Limited Partnership, et al.; Filing of Application

February 28, 1984.

Notice is hereby given that Franklin Building Associates, Limited Partnership (the "Partnership"), One Post Office Square–Suite 1400, Boston, Massachusetts, 02109, a Massachusetts limited partnership formed to invest in Onterie Associates (the "Operating Partnership"), an Illinois limited partnership which will own and operate a residential and commercial project in Chicago (the "Project"), and Milk Street Residential Associates, Limited Partnership, the Partnership's general partner (the "General Partner") (together with the Partnership, "Applicants"), filed an application on January 4, 1984, pursuant to Section 6(c) of the Investment Company Act of 1940 (the "Act), to exempt the Partnership from all provisions of the Act. All interested persons are referred to the application on file with the Commission for a statement of the representations contained therein, a summary of which is set forth below, and to the Act and rules thereunder for the provisions thereof which are relevant to a consideration of the application.

Applicants state that the Partnership was formed as a vehicle for private investment in government-assisted rental housing in accordance with the express determination of Title IX of the Housing and Urban Development Act of 1968. Applicants further state that the Partnership will operate as a "two-tier" entity, i.e., the Partnership, as limited partner, will hold a 90.5% interest in the Operating Partnership which, in turn, will acquire, develop, construct, own, and operate the Project, a residential and commercial project consisting of 594 units of rental housing for moderate income persons, in accordance with the purposes and criteria set forth in Investment Company Act Release No. 8456 (August 9, 1974). According to the application, the Operating Partnership has qualified for federal assistance in the form of mortgage insurance under Section 221(d)(4) of the National Housing Act and in the form of housing assistance payments for 119 apartment units pursuant to Section 8 of the United States Housing Act.

Applicants represent that the Partnership is organized as a limited partnership because that form of organization is the only one that provides investors with both liability limited to their capital investments and the ability to claim on their individual tax returns a share of the tax benefits as if they were direct owners. Applicants further represent that the Partnership's objectives are to invest in the Operating Partnership, provide tax benefits on a current basis, obtain reasonable protection for investment in the Operating Partnership, provide potential for appreciation, and provide for future cash distributions from operations, refinancing, or sale of the Project.

Applicants represent that the Partnership will offer 120 units of limited partnership interests of the Partnership (the "Units"), pursuant to Section 4(2) of the Securities Act of 1933 ("1933 Act") and Regulation D thereunder, to investors meeting certain suitability standards, including, for example, a net worth of at least $250,000 exclusive of home, furnishings, and automobiles, or a net worth of at least $200,000 per Unit purchased, exclusive of home, furnishings, and automobiles, and an annual income of at least $100,000 per Unit purchased. According to the application, the Units are being offered only to "Accredited Investors" as defined in Regulation D and to not more than 35 "Non-Accredited Investors." Subscriptions for Units must be approved by the General Partner, which approval shall be conditioned upon representations as to the suitability of the investment for each subscriber. Furthermore, because the Units will be offered without registration pursuant to Section 4(2) of the 1933 Act and Regulation D, transfer of the Units will be restricted. The application also states that the marginal Federal income tax bracket of the prospective purchaser, after taking into account losses, if any, likely to be incurred as a result of his investment in the Units, will not be not less than 42% and he is expected to remain in that bracket, or higher, for several years.

Applicants maintain that the Partnership will raise $16,920,000 from the proceeds of the offering if all of the Units are sold, subject to discount as described in a Confidential Memorandum relating to the offering of the Units, which is attached to the application, and that the purchasers of the Units will be admitted as Investor Limited Partners (the "Limited Partners") of the Partnership. Applicants further maintain that the Partnership has contributed or will contribute approximately $13,753,782 to the Operating Partnership as its capital contribution and will use the remainder to pay certain fees and expenses.

According to the application, the General Partner will control the Partnership pursuant to the First Amended and Restated Agreement and Certificate of Limited Partnership (the "Partnership Agreement"), and the Limited Partners, consistent with their limited liability status, will not be entitled to participate in the control of the Partnership business. The application states, however, that a majority in interest of the Limited Partners will have the right to: (i) Amend the Partnership Agreement, (ii) dissolve the Partnership, (iii) remove any General Partners, and (iv) continue the business of the Partnership with substitute General Partners, provided that such rights will not adversely affect the tax or limited liability status of the Limited Partners. The application further states that, under the Partnership Agreement, each Limited Partner is entitled to review all books and records of the Partnership at any and all reasonable times.

The application summarizes the form and recipients of compensation to be paid to the General Partner and its affiliates. It states that all such compensation is believed to be fair and on terms no less favorable to the Partnership than would be the case if such arrangements had been made with independent third parties. It further states that the Partnership believes that such compensation meets all applicable guidelines to the extent necessary to permit the Units to be offered and sold in various states which prescribe such guidelines, including the statement of policy adopted by the North American Securities Administrators Association, Inc., with respect to real estate programs.

Without conceding that the Partnership is an investment company as defined in the Act, Applicants request that the Partnership be exempted from all the provisions of the Act. In support of this request, Applicants assert that such exemption is both necessary and appropriate in the public interest and would be consistent with the protection of investors and the purposes and policies underlying the Act. Applicants assert that investment in low and moderate income housing in accordance with the national policy expressed in Title IX is not economically suitable for private investors without the tax and